

EXHIBIT B

**TIME REPORTS FOR THE FEE PERIOD
MAY 1, 2001 THROUGH MAY 31, 2001
BROKEN DOWN BY MATTERS**

TOTAL HOURS FOR ALL MATTERS:	218.2
TOTAL DOLLARS FOR ALL MATTERS:	\$37,837.50
TOTAL TIME BILLED FOR ALL MATTERS:	\$37,837.50

CLIENT: 082910 W. R. GRACE & CO.

Matter: 072757 Intercat, Inc., *et al.*

05/01/01	Case file management including updating the case file, pleading board and orders binder; Quality control review of the production database. D. Florence	9.00 hrs.
05/02/01	Quality control review of the production database. D. Florence	7.60 hrs.
05/03/01	Quality control review of the production database. D. Florence	6.10 hrs.
05/07/01	Review various fee information. S. Zuber	0.20 hrs.
05/08/01	Correspondence to D. Adams regarding Affidavit to be filed in Grace's bankruptcy case to allow Ellis, Painter Firm to be treated as ordinary course professional. S. Zuber	0.40 hrs.
05/09/01	Case file management including updating the case file. D. Florence	1.30 hrs.
05/09/01	Telephone call with client re issues on business competition/product comparisons by customers and E-Cat samples. A. Marchetta	0.60 hrs.
05/09/01	Discuss patent issues with A. Marchetta. S. Zuber	0.20 hrs.
05/10/01	Follow up re issues as regards actions of debtor re Grace patent/infringement. A. Marchetta	0.60 hrs.
05/15/01	Receipt and review of Motion of the CIT Group to enforce order relative to various equipment leases in Savannah case. S. Zuber	0.20 hrs.
05/21/01	Search for and forward requested documents to A. Chan. D. Florence	0.80 hrs.
05/24/01	Work on updating the case file, orders binder and pleading board. D. Florence	2.20 hrs.
05/25/01	Forward requested documents to A. Chan. D. Florence	0.30 hrs.
05/25/01	Receipt and review of correspondence from N. Alt regarding possible 363 sale, and prepare response to N. Alt.	

	S. Zuber	0.20 hrs.
05/28/01	E mail re follow up with client concerning Rule 2004 discovery, plan issues, etc. A. Marchetta	0.40 hrs.
05/29/01	Work with A. Chan regarding defendant's interrogatory and document production requests. D. Florence	0.40 hrs.
05/29/01	Telephone call with client re status. A. Marchetta	0.30 hrs.
05/30/01	Update the correspondence file, pleading board and orders binder. D. Florence	0.40 hrs.
05/30/01	Follow up re request of debtor on 2004 discovery. A. Marchetta	0.50 hrs.
05/30/01	Review updated docket. S. Zuber	0.20 hrs.
05/31/01	Work with A. Marchetta re: Intercat's pursuit of 2004 exam of R. Mott. A. Chan	0.10 hrs.
05/31/01	Telephone calls re 2004 discovery issues. A. Marchetta	0.40 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	2.8	395.00	1,106.00
S. Zuber	1.4	265.00	371.00
A. Chan	0.1	220.00	22.00
D. Florence	28.1	80.00	2,248.00
 TOTAL W. R. GRACE & CO./Intercat, Inc., <i>et al.</i>	 32.4		 3,747.00

CLIENT: 082913 W. R. GRACE & CO.\INSURANCE COVERAGE
Matter: 000009 NY Superfund Action

05/01/01	Telephone calls and follow up with J. Posner re information for client. A. Marchetta	0.30 hrs.
05/01/01	Reviewing Forms C and D questionnaires from 2d Circuit; Reviewing previous research memos regarding issues on appeal and earlier briefing to draft responses to Forms C and D; Formulating issues on appeal; Draft memorandum to A. Marchetta regarding appeal issues; M. Waller	4.80 hrs.
05/02/01	Gather and forward requested documents to M. Waller. D. Florence	0.80 hrs.
05/02/01	Review draft statement of issues on appeal and meet with M. Waller regarding same. K. Helmer	0.50 hrs.
05/02/01	Worked with M. Waller, conducted database searches and reviewed file documents re: briefing, orders and related documents needed to prepare appeal brief S. Parker	1.20 hrs.
05/02/01	Confer with A. Marchetta regarding issues to be raised on appeal and completing appeal information statements (Forms C and D); Preparing Second Circuit Forms C and D for appeal; Preparing list of issues and summary of case; Researching standard to raise constitutional issues and review previous briefs and records for argument re: same; Confer with K. Helmer regarding appellate practice and issues to be raised in Grace's appeal; Drafting memorandum to A. Marchetta summarizing research re: raising constitutional issues on appeal; Working with D. Florence and S. Parker regarding attachments to Forms C and D; Drafting memo to A. Marchetta re: possible constitutional issues to raise on appeal; M. Waller	6.50 hrs.
05/03/01	Assist M. Waller with working on the Notice of Appeal. D. Florence	0.60 hrs.
05/03/01	Review Memo from M. Waller regarding appellate schedule and strategy. K. Helmer	0.30 hrs.
05/03/01	Conference with M. Waller re appeal submissions; work on same; review memo re appeal items and reply to M. Waller. A. Marchetta	1.00 hrs.
05/03/01	Work with M. Waller re: preparation of submissions to Second Circuit. B. Moffitt	0.70 hrs.

05/03/01	Research re: proper scope of record on appeal in the Second Circuit. B. Moffitt	1.80 hrs.
05/03/01	Confer with C. Yuen regarding arguments raised in previous briefing and argument; Confer with A. Marchetta regarding any constitutional issues involved in appeal; Finalizing summary of case, issues, description of similar/related cases and Second Circuit Forms C and D; Work with A. Marchetta re: finalizing same; Draft filing letter to Clerk of U.S. Court of Appeals, Second Circuit; Work with B. Moffitt regarding affidavit of service; Reviewing FRAP and local FRAP and draft letter regarding requirements and procedures; Follow up re: confirmation of Court of Appeals filing with courier. M. Waller	4.00 hrs.
05/04/01	Search for briefing regarding various motions for the appellate submission. D. Florence	1.30 hrs.
05/04/01	Meeting with M. Waller regarding strategy and staffing for appellate briefing. K. Helmer	0.50 hrs.
05/04/01	Work with M. Waller re appeal issues. A. Marchetta	0.30 hrs.
05/04/01	Telephone call with Second Circuit re: attorney admission; review Second Circuit internet site re: same; review procedures re: application; confer with M. Waller and prepare memo re: same; continued research re: appropriate scope of record on appeal in the Second Circuit. B. Moffitt	3.50 hrs.
05/04/01	Worked with M. Waller and B. Moffitt re: case status and strategy; Worked with M. Waller and D. Florence re: documents needed to prepare appeal brief. S. Parker	2.30 hrs.
05/04/01	Meeting with A. Marchetta regarding preparing record and briefs and other procedural issues in connection with appeal; Conferences with B. Moffitt and S. Parker regarding preparing record on appeal; Discuss with K. Helmer issues on appeal and preparing arguments and brief; Discussing appeal procedures with J. Borg and B. Moffitt; Working with S. Parker and D. Florence re: assembly of previous briefing and orders; M. Waller	3.30 hrs.
05/07/01	Research re docket in Maryland Cas. v. W.R. Grace, S.D.N.Y. E. Greenfield	0.70 hrs.
05/07/01	Confer with M. Waller regarding strategy and staffing for appellate briefing. K. Helmer	0.30 hrs.
05/07/01	Telephone calls and follow up with staff re case issues. A. Marchetta	0.50 hrs.
05/07/01	Worked with D. Florence, conducted database searches and reviewed file	

	documents re: compilation of documents needed to prepare appellate brief. S. Parker	2.00 hrs.
05/07/01	Considering preparation of record on appeal, issues, assignments, and preparation of brief; Draft memo to K. Helmer and B. Moffitt regarding analysis of issues and preparing briefs; Respond to memo from K. Helmer regarding same; M. Waller	0.40 hrs.
05/08/01	Work on gathering documents to be used in appellate submissions D. Florence	3.00 hrs.
05/08/01	Review appellate procedures; confer with M. Waller regarding prior briefing and preparation of record. K. Helmer	0.80 hrs.
05/08/01	Meetings with clerks at Southern District of New York and Second Circuit Court of Appeals; confer with M. Waller re: same; confer with court staff re: preparing record of appeal and re: obtaining docket entries; confer with J. Borg re: same. B. Moffitt	5.50 hrs.
05/08/01	Worked with D. Florence, conducted database searches and reviewed file documents re: compilation of documents needed to prepare appellate brief. S. Parker	3.00 hrs.
05/08/01	Conferring with B. Moffitt regarding assembling record on appeal; Discussing preparation of relevant briefs and affidavits for appeal briefs with S. Parker; Meeting with J. Borg and M. Moffitt regarding preparing record on appeal and Second Circuit filing procedures; Working with B. Moffitt to obtain official docket from district court; Meetings with Second Circuit and district court clerks regarding preparing record on appeal, filing transcripts, pre-argument conference, and briefing schedule; Draft memorandum regarding same to A. Marchetta and status of preparing appeal; Reviewing official docket re: key briefs, affidavits, and transcripts. M. Waller	5.50 hrs.
05/09/01	Review of Civil Docket list to confirm the accuracy of the list for certification. D. Florence	4.10 hrs.
05/09/01	Work on appeal issues with M. Waller, B. Moffitt; review information forwarded by Second Circuit re same. A. Marchetta	0.70 hrs.
05/09/01	Work with M. Waller and S. Parker re: assembling record on appeal; meeting with A. Marchetta re: same; continued research re: appropriate scope of record on appeal; review case file index re: same. B. Moffitt	1.80 hrs.
05/09/01	Worked with AJ Marchetta, M. Waller and B. Moffitt re: case status and strategy; Worked with D. Florence, reviewed, organized and indexed documents re:	

	compilation of documents needed to prepare appellate brief. S. Parker	4.30 hrs.
05/09/01	Work on certifying records with S. Parker and B. Moffitt; Confer with B. Moffitt re: call to Second Circuit case manager re: deadline to complete certification of record on appeal; Meeting with A. Marchetta regarding status of appeal, pre-argument conference, and briefing; M. Waller	0.90 hrs.
05/10/01	Review of Civil Docket list to confirm the accuracy of the list for certification. D. Florence	3.60 hrs.
05/10/01	Telephone calls with 2nd Circuit personnel re: same; review guidelines re: proceedings at pre-argument conference; preparation of memorandum re: same; confer with S. Parker re: preparation of index of record on appeal. B. Moffitt	2.20 hrs.
05/10/01	Worked with M. Waller and B. Moffitt re: case status and strategy; Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief. S. Parker	4.10 hrs.
05/10/01	Work with A. Marchetta regarding appeal issues, procedures, pre-argument conference, etc.; Working with S. Parker regarding compiling record on appeal and briefs. M. Waller	1.00 hrs.
05/11/01	Review of Civil Docket list to confirm the accuracy of the list for certification. D. Florence	3.20 hrs.
05/11/01	Preparation of proposed correspondence to 2nd Circuit re: adjournment of pre-argument conference; confer with M. Waller re: same; confer with A. Marchetta re: same. B. Moffitt	0.50 hrs.
05/11/01	Review of prior briefing on choice of law issues. B. Moffitt	6.10 hrs.
05/11/01	Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief. S. Parker	2.80 hrs.
05/14/01	Meet with M. Waller regarding appeal issues; review prior briefs on motion to enforce settlement agreement. K. Helmer	1.20 hrs.
05/14/01	Work with S. Parker re: record on appeal and upcoming review at District Court; confer with M. Waller re: potential of cross-appeal; review case file index re: potential need to supplement record depending on content of District Court file; confer with M. Waller re: adjournment of pre-argument conference and calls to	

	adversary and 2nd Circuit re: same.	
	B. Moffitt	2.50 hrs.
05/14/01	Reviewed, organized and indexed documents re: compilation of documents needed to prepare appellate brief.	
	S. Parker	2.30 hrs.
05/14/01	Conferring with B. Moffitt regarding rescheduling pre-argument conference; Telephone call to E. DeCristofaro regarding same; Draft memo to A. Marchetta regarding rescheduling conference; Follow up with B. Moffitt re: call to Second Circuit re: adjourning pre-argument conference; Reviewing rules re: cross-motions; Confer with S. Parker regarding briefs provided to appeal team; Reviewing briefs regarding Section 46 interpretation by Judge Martin; Meeting with K. Helmer regarding schedule, briefing, and issues on appeal (re: 1990 settlement agreement and "self-insurance" decision); Follow up re: preparing record on appeal and documents missing from record and files.	
	M. Waller	4.30 hrs.
05/15/01	Work with B. Moffitt re: review of the court's docket sheet for missing pleadings; Work on updating lists of missing pleadings and pleadings not on the docket sheet; Update M. Waller on this project; Organize and assemble a binder of all complaints/answers for M. Waller.	
	D. Florence	3.00 hrs.
05/15/01	Follow up with M. Waller and S. Parker re appeal schedule; forward same from court.	
	A. Marchetta	0.40 hrs.
05/15/01	Work with D. FLorence re: review of file re: preparation of record on appeal; confer with M. Waller re: same; confer with S. Parker re: same and and re: upcoming trip to District Court to prepare index of record on appeal	
	B. Moffitt	2.10 hrs.
05/15/01	Worked with B. Moffitt re: Record on Appeal.	
	S. Parker	0.30 hrs.
05/15/01	Follow up with A. Marchetta regarding 8/14 conference with CNA counsel regarding pre-argument conference and briefing schedule; Review memorandum from B. Moffitt regarding preparation of case file for certification by district court and respond to same;	
	M. Waller	0.50 hrs.
05/16/01	Work on updating and revising indexes of missing pleadings and documents missing from the docket; Work on Updating binder of Complaints/Answers.	
	D. Florence	3.70 hrs.
05/16/01	Work with M. Waller and e-mails re appeal schedule.	
	A. Marchetta	0.40 hrs.

05/16/01	<p>Work with M. Waller re: rescheduling of pre-argument conference; confer with D. Florence and M. Waller re: record on appeal; work with M. Waller re: letter request re: pre-argument conference; various telephone calls with 2nd Circuit and District Court personnel re: same; review case file in preparation for review of court file re: preparation of index of record on appeal; confer with S. Parker re: same; review acknowledgment letter requirements and preparation of same; confer with M. Waller re: same.</p> <p>B. Moffitt</p>	5.30 hrs.
05/16/01	<p>Telephone call from E. DeCristofaro regarding pre-argument conference; Drafting additions and revisions to letter to Second Circuit Staff Counsel regarding same; Finalize with B. Moffitt; Review chart re: comparison of case file to official case docket; Confer with B. Moffitt and D. Florence regarding same and review of official file to certify same for appeal; Reviewing revised list of documents missing from official docket; Working with B. Moffitt regarding Second Circuit acknowledgment and filing letter; Confer with A. Marchetta regarding scheduling; Reviewing briefs and affidavits re: Section 46 argument;</p> <p>M. Waller</p>	2.80 hrs.
05/17/01	<p>Work on revising binder of all complaints and answers filed in the action.</p> <p>D. Florence</p>	2.00 hrs.
05/17/01	<p>Review prior briefing on insurance issues being appealed.</p> <p>K. Helmer</p>	2.00 hrs.
05/17/01	<p>Follow up with M. Waller re schedule on appeal; review and forward forms re same.</p> <p>A. Marchetta</p>	0.60 hrs.
05/17/01	<p>Preparation of index of docket entries at Southern District of New York; review case file re: same; confer with Appeals Coordinator and Docket Clerk re: same; telephone call with M. Waller re: same.</p> <p>B. Moffitt</p>	9.20 hrs.
05/17/01	<p>Worked with B. Moffitt at Southern District Court Clerk's office re: review of docket and corresponding documents for Record of Appeal.</p> <p>S. Parker</p>	8.10 hrs.
05/17/01	<p>Draft memorandum to Doug Florence regarding preparing record on appeal; Conference with A. Marchetta regarding pre-argument conference, briefing schedule, issues, and assignments; Telephone conference with B. Moffitt regarding reviewing court record in preparation to certify same as complete; Finalize letter to 2nd Circuit Staff Counsel re: adjournment of pre-argument conference; Confirm date with E. DeCristofaro.</p> <p>M. Waller</p>	1.10 hrs.
05/18/01	<p>Revise listing of documents missing from the docket; Continue work on reviewing the pleadings and comparing to the master docket sheet.</p> <p>D. Florence</p>	3.10 hrs.

05/18/01	Work on submission of forms re appeal. A. Marchetta	0.30 hrs.
05/18/01	Confer with S. Parker and M. Waller re: follow up re: record on appeal. B. Moffitt	0.50 hrs.
05/18/01	Worked with M. Waller and B. Moffitt re: case status. S. Parker	0.40 hrs.
05/18/01	Work with B. Moffitt and S. Parker regarding review of record and work necessary to prepare same for certification for appeal; Discussing information needed for June 14 pre-argument conference with B. Moffitt. M. Waller	0.70 hrs.
05/21/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	1.90 hrs.
05/21/01	Work with M. Waller re: background appeal issues and research issue. H. Nau	0.60 hrs.
05/21/01	Meeting with H. Nau regarding appeal issues and argument re: Section 46. M. Waller	0.50 hrs.
05/22/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	0.90 hrs.
05/24/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	1.40 hrs.
05/24/01	Continuing to review prior briefs and submissions re: preparation of issues on appeal and brief; M. Waller	3.50 hrs.
05/25/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	1.70 hrs.
05/25/01	Continuing to review briefs and submissions re: appeal issues; Draft memo to K. Helmer, B. Moffitt and H. Nau regarding issues, briefing schedule, and record on appeal. M. Waller	2.70 hrs.
05/26/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	3.20 hrs.
05/28/01	Follow up re brief items in preparation for appellate conference. A. Marchetta	0.40 hrs.
05/29/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	2.70 hrs.

05/29/01	Telephone calls re court conference and rescheduling same. A. Marchetta	0.50 hrs.
05/29/01	Review voicemail message from 2nd Circuit re: re-scheduled pre-argument conference; preparation of e-mail to team re: same; review e-mail from A. Marchetta re: same. B. Moffitt	0.20 hrs.
05/29/01	Receive telephone call from 2nd Circuit staff attorney regarding adjournment of date for pre-argument conference; Conferring with A. Marchetta and B. Moffitt regarding same; M. Waller	0.40 hrs.
05/30/01	Work on detailed comparison of pleadings file with court's docket sheet. D. Florence	1.30 hrs.
05/30/01	Conference with M. Waller and B. Moffitt re preparation for court conference. A. Marchetta	0.30 hrs.
05/30/01	Confer with M. Waller re: record on appeal and pre-argument conference; confer with A. Marchetta re: same; telephone call to Second Circuit re: same. B. Moffitt	0.40 hrs.
05/30/01	Reviewed various briefs, memos re: issue for appeal; H. Nau	1.80 hrs.
05/30/01	Confer and follow up with B. Moffitt regarding rescheduled pre-argument conference date and confirming same with 2nd Cir. staff counsel; Discuss same and preparation for same with A. Marchetta; Draft memo to K. Helmer, N. Nau, and B. Moffitt regarding preparation for conference and 6/1 conference regarding same; Reviewing prior briefing re: section 46 issues. M. Waller	1.60 hrs.
05/31/01	Work on detailed comparison of pleadings file with court's docket sheet and creation of an index. D. Florence	2.20 hrs.
05/31/01	Review case law cited below re: choice of law issues. B. Moffitt	4.30 hrs.
05/31/01	Work with M. Waller re: materials for review on section 46 issue; reviewed pleadings, caselaw, section 46 and legislative history. H. Nau	4.20 hrs.
05/31/01	Reviewing prior briefs and submissions by Grace and all other parties re: interpretation of section 46 for appeal; Meeting with H. Nau regarding appealing the district court's rulings re: section 46; Discussing section 46 legislative history with C. Yuen and research re: same; M. Waller	1.60 hrs.

Billing Summary

<u>Attorney</u>	<u>Hours</u>	<u>Rate</u>	<u>Dollars</u>
A. Marchetta	5.7	395.00	2,251.50
M. Waller	46.1	265.00	12,216.50
K. Helmer	5.6	250.00	1,400.00
B. Moffitt	46.6	230.00	10,718.00
H. Nau	6.6	225.00	1,485.00
D. Florence	43.7	80.00	3,496.00
S. Parker	30.8	80.00	2,464.00
E. Greenfield	0.7	85.00	59.50
 TOTAL W. R. GRACE & CO.\INSURANCE COVERAGE/NY Superfund Action	 185.8		 34,090.50

SUMMARY OF COMPENSATION FOR THE FEE PERIOD
MAY 1, 2001 THROUGH MAY 31, 2001

Name of Professional Person	Year Admitted	Hourly Billing Rate	Total Billed Hours	Total Compensation (\$)
PARTNERS				
Anthony J. Marchetta	1974	395.00	8.5	3,357.50
Michael E. Waller	1991	265.00	46.1	12,216.50
Scott A. Zuber	1987	265.00	1.4	371.00
ASSOCIATES				
Kathy Dutton Helmer	1981	250.00	5.6	1,400.00
Brian E. Moffitt	1992	230.00	46.6	10,718.00
Helen A. Nau	1994	225.00	6.6	1,485.00
Alashia L. Chan	1994	220.00	.1	22.00
PARAPROFESSIONALS				
Elizabeth Anne Greenfield	N/A	85.00	.7	59.50
Douglas S. Florence	N/A	80.00	71.8	5,744.00
S. Parker	N/A	80.00	30.8	2,464.00
Grand Total Time Reports (Hours and Dollars) for the Fee Period May 1, 2001 through May 31, 2001			218.2 Hours	
			TOTAL	37,837.50

COMPENSATION BY PROJECT CATEGORY FOR THE FEE PERIOD
May 1, 2001 THROUGH MAY 31, 2001

Project Category (Examples)	Total Hours	Total Fees
Telephone Calls	5.2	1,400.00
Correspondence Drafted	3.0	822.50
Correspondence and Pleadings Reviewed	39.4	7,475.00
Legal Research	7.4	1,597.50
Court Appearances	0	0
Preparation of Pleadings	78.7	16,111.50
Internal Office Meetings	5.9	1,614.50
Out of Office Meetings	0	0
File Review	14.4	2,569.00
Travel Time	0	0
Case File Management	12.5	1,000.00
Other Services	51.7	5,247.50
Grand Total Time Reports for the Fee Period May 1, 2001 through May 31, 2001	218.2 Hours TOTAL	37,837.50